

UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

THE LITTLE TIKES COMPANY,)	
an Ohio corporation,)	
)	Case No. 1:08-cv-1935
Plaintiff,)	
)	
v.)	Hon. Joan B. Gottschall
)	
KID STATION TOYS, LTD.,)	
a Florida corporation,)	
)	
KIDS STATION TOYS, LTD.,)	
a Hong Kong corporation,)	
)	
KIDS STATION (U.S.) INCORPORATED,)	
a Florida corporation,)	
)	
KIDS STATION TOYS)	
INTERNATIONAL, LTD.,)	
a Bermuda corporation,)	
)	
KIDS STATION TOYS INTERNATIONAL)	
HOLDING, GmbH)	
a Switzerland corporation, and)	
)	
MR. ELLIOT S. NEWMAN)	
an individual,)	
)	
Defendants.)	

MOTION TO DISMISS

Now comes The Little Tikes Company (“Little Tikes”) and its parent, MGA Entertainment, Inc. (“MGA”), who hereby move this Court, pursuant to Rule 12(b)(6) and Rule 17 of the Federal Rules of Civil Procedure, to enter an Order dismissing the Counterclaim of Defendant Kids Station Toys, Ltd. (“Kid Station (HK)”). This motion is based upon the accompanying Memorandum and Declarations of David Oakes and Charles Frey.

Kids Station (HK)'s Counterclaim against Little Tikes and MGA asserts seven counts – to which six of the counts, Counts I to VI, rely upon the false premise that Kids Station (HK) is the real party to a license agreement (the “Agreement”) that was in fact entered in 2003 between a purported Florida corporation, Kid Station Toys, Ltd., (“Kid Station (Florida)”) and Little Tikes. Indeed, Kids Station (HK) -- a Hong Kong corporation -- is neither the intended or actual party to the Agreement. As a result, Kids Station (HK) cannot suffer an injury related to, or receive redress for, any injury related to the Agreement, and, has no right to enforce the Agreement. Therefore, not only does Kids Station (HK) lack standing to bring Counts I to VI, but it fails to comply with the requirements of Rule 17(a) of the Federal Rules of Procedure that it be a real party in interest. Accordingly, Little Tikes and MGA move to dismiss Counts I to VI of Kids Station (HK)'s Counterclaim for lack of standing and pursuant to Rule 17(a), Fed. R. Civ. P.

Moreover, Kids Station (HK)'s Counterclaim asserts counts for breach of the implied covenant of good faith and fair dealing (Count II), civil conspiracy (Count VI), and unjust enrichment (Count VII) which all fail to state a claim as required by Rule 12(b)(6) of the Federal Rules of Civil Procedure. Therefore, Little Tikes and MGA further move to dismiss Counts II, VI, and VII pursuant to Rule 12(b)(6), Fed. R. Civ. P.

WHEREFORE, Little Tikes and MGA respectfully request that this Court enter an Order dismissing Kids Station (HK)'s Counterclaim.

Dated: June 11, 2008.

Respectfully submitted,

By: /s/ Robert E. Browne

One of the Attorneys for Plaintiff, The Little
Tikes Company, and Counter-Defendant, MGA
Entertainment Inc.

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CERTIFICATE OF SERVICE

The undersigned, an attorney, certifies that a copy of the foregoing MOTION TO DISMISS has been served upon the individuals listed below via the CM/ECF electronic filing service system on this 11th day of June 2008:

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